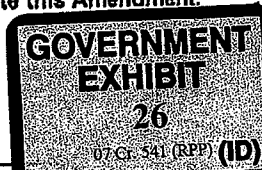


Exhibit B

FORM CD-451 (REV 10/98)		<input type="checkbox"/> GRANT <input checked="" type="checkbox"/> COOPERATIVE AGREEMENT		
U.S. DEPARTMENT OF COMMERCE AMENDMENT TO FINANCIAL ASSISTANCE AWARD		ACCOUNTING CODE cc: 2/4721348 Obj. Class: 4110 Req. No. 2/472-2106 \$0.00		
RECIPIENT NAME Computer Aided Surgery, Inc.		AWARD NUMBER 70NANB1H3050		
STREET ADDRESS 300 East 33 rd Street, Suite 4N		AMENDMENT NUMBER #06		
CITY, STATE, ZIP CODE New York, NY 10016		EFFECTIVE DATE JUN 27 2003		
CFDA NO. AND PROJECT TITLE: 11.612, Advanced Technology Program (ATP), Proposal No. 00-00-4607 Project Title: Anatomic Computer Modeling for Precise and Accurate Therapies		EXTEND WORK COMPLETION TO		
COSTS ARE REVISED AS FOLLOWS:	PREVIOUS ESTIMATED COST	ADD	DEDUCT	TOTAL ESTIMATED COST
FEDERAL SHARE OF COST	\$1,400,000.00	\$0	\$0	\$1,400,000.00
RECIPIENT SHARE OF COST	\$ 67,000.00	\$0	\$0	\$67,000.00
TOTAL ESTIMATED COST	\$1,467,000.00	\$0	\$0	\$1,467,000.00
REASON(S) FOR AMENDMENT This cooperative agreement is being amended to suspend this award, effective immediately, for non-compliance of Special Award #7.				
This Amendment approved by the Grants Officer is issued in triplicate and constitutes an obligation of Federal funding. By signing the three documents, the Recipient agrees to comply with the Amendment provisions checked below and attached, as well as previous provisions incorporated into the Award. Upon acceptance by the Recipient, two signed Amendment documents shall be returned to the Grants Officer and the third document shall be retained by the Recipient. If not signed and returned without modification by the Recipient within 30 days of receipt, the Grants Officer may unilaterally terminate this Amendment.				
<input checked="" type="checkbox"/> Special Award Conditions <input type="checkbox"/> Line Item Budget <input type="checkbox"/> Other(s) _____				
B-AE93-N-C-F-N-A-36-51000 EIN: 13-38809180 472/B.J. Lide/J. Orthwein				
SIGNATURE OF DEPARTMENT OF COMMERCE GRANTS OFFICER Marilyn Goldstein <i>Marilyn Goldstein</i>				DATE 6-27-03
TYPED NAME, TYPED TITLE, AND SIGNATURE OF AUTHORIZED RECIPIENT OFFICIAL				DATE



**SPECIAL AWARD CONDITIONS
ADVANCED TECHNOLOGY PROGRAM – SINGLE RECIPIENT
COMPUTER AIDED SURGERY, INC.
COOPERATIVE AGREEMENT NO. 70NANB1H3050
AMENDMENT #06**

THE FOLLOWING SPECIAL AWARD CONDITION IS
INCORPORATED:

12. SUSPENSION

Pursuant to OMB Circular A-110 Section __.51 and Department of Commerce regulations at 15 CFR sec. 14.62 (a) (1) and (3), this cooperative agreement is suspended effective as of the date of this amendment. Based upon preliminary audit information, you are in non-compliance of Special Award Condition #7 "Cost Share". No further costs shall be incurred under this award without the express written approval of the NIST Grants Officer, pursuant to 15 CFR sec. 14.62 (c).

This award will remain suspended until Recipient provides evidence, satisfactory to the Grants Officer that it is in full-compliance with Special Award Condition #7.

PRIOR TERMS AND CONDITIONS REMAIN THE SAME.

B2/b